

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

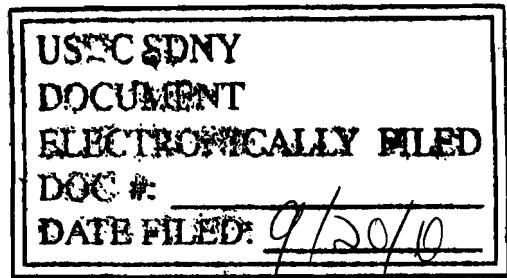
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PETER CAMPBELL and MICHAEL BERKLEY,

Plaintiffs,

-v-

THALES FUND MANAGEMENT, LLC, THALES
FUND MANAGEMENT, LLC DEFERRED
COMPENSATION PLAN, MAREK FLUDZINSKI,
KEVIN ERSHOV, and MOLLY ROGERS,

Defendants.
----- x



10 Civ. 3177 (JSR)

ORDER

JED S. RAKOFF, U.S.D.J.

In this action, plaintiffs Peter Campbell and Michael Berkley allege that their former employer, Thales Fund Management, LLC ("Thales") and its principals wrongfully refused to pay them certain amounts of deferred bonus compensation following their termination. Based on these allegations, plaintiffs' amended complaint asserts seven counts of action, respectively for (1) violations of the Employee Retirement Income Security Act of 1974, (2) breach of "Deferred Compensation Agreements" allegedly presented to the plaintiffs but never executed by them, (3) breach of contract arising from other agreements between plaintiffs and Thales, (4) promissory estoppel, (5) negligent misrepresentation, (6) fraud, and (7) common law conspiracy.

On June 17, 2010, the above-captioned defendants moved to dismiss plaintiffs' original complaint in its entirety, and thereafter supplemented their motion to address plaintiffs' filing of the amended complaint on August 2. Further briefing ensued, and oral

argument was held on September 13. After careful consideration, the Court hereby grants the motion as to the Second, Fifth, Sixth, and Seventh Counts of the amended complaint, which are hereby dismissed with prejudice, but denies it as to the First, Third, and Fourth Counts. A memorandum setting forth the reasons for this ruling will follow in due course.

The Clerk of the Court is directed to close document number 5 on the docket of this case.

SO ORDERED.

Dated: New York, NY
September 18, 2010


JED S. RAKOFF, U.S.D.J.